

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

**IN RE UNITEDHEALTH GROUP
INCORPORATED SHAREHOLDER
DERIVATIVE LITIGATION**

Master File No. 06-1216 JMR/FLN

**LR 7.1(c) WORD COUNT
COMPLIANCE CERTIFICATE**

1. I, Karl L. Cambronne, certify that Lead Plaintiffs' Memorandum of Law in Support of Motion for Final Approval of Settlement of Derivative Action complies with Local Rule 7.1(c).

2. I further certify that, in preparation of this memorandum, I used Microsoft Office Word, Version 2003 and that this word processing program has been applied specifically to include all text, including headings, footnotes, and quotations in the following word count.

3. I further certify that the above referenced memorandum contains 2,990 words.

Dated: January 30, 2009

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